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# ASIAN HOTELS (NORTH) LIMITED

## VOTING RESULT OF THE POSTAL BALLOT PROCESS INITIATED VIDE POSTAL BALLOT NOTICE DATED APRIL 11, 2025

The Company had initiated a postal ballot process vide Postal Ballot Notice dated April 11, 2025, in pursuance of Section 110 of the Companies Act, 2013 (the Act) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 to seek approval of the Members for the proposal as set out therein.

In accordance with the schedule of activities decided by the Board vide Circular Resolution No. 3/2025-26 on April 11, 2025, the dispatch of Notice of Postal Ballot was completed on April 15, 2025.

All votes casted upto 5.00 p.m. on May 15, 2025 being the last date of receipt of votes thereof, was considered by the Scrutinizer while preparing his report.

As scheduled, Mr. Shashikant Tiwari, Partner, M/s. Chandrasekaran Associates, Company Secretaries, being the Scrutinizer appointed by the Board, submitted his report dated May 16, 2025 which is summarized below:

| Resol<br>ution<br>No. | Description of the Resolution  | OR<br>/<br>SR | Total No.<br>of valid<br>votes cast | Votes cast in<br>favour<br>(% of total<br>valid votes) | Votes cast<br>against<br>(% of total<br>valid votes) | No. of<br>invalid<br>votes/<br>Abstentions |
|-----------------------|--|---------------|-------------------------------------|--|--|--|
| 1                     | Re-appointment of Mr. Deena Nath Pathak (DIN:02104727) as an Independent Director of the Company for second term of 1 year w.e.f. 16.03.2025 to 15.03.2026.              | SR            | 12688216                            | 12684869<br>(99.97)                                    | 3347<br>(0.03)                                       | 35<br>(0.00)                               |
| 2                     | Re-appointment of Mr. Arjun Raghavendra Murlidharan (DIN: 09801149), as an Independent Director of the Company for second term of 1 year w.e.f 04.04.2025 to 03.04.2026. | SR            | 12688216                            | 12684869<br>(99.97)                                    | 3347<br>(0.03)                                       | 35<br>(0.00)                               |

Note: **OR** stands for 'Ordinary Resolution' and **SR** stands for 'Special Resolution'

Accordingly, the above resolution is declared as carried/approved with requisite majority.

The above results are being uploaded on the websites of Company and RTA i.e. KFin Technologies Limited [www.asianhotelsnorth.com](http://www.asianhotelsnorth.com) and <https://evoting.kfintech.com> respectively and displayed on the Notice Board at the Registered Office of the Company, and also being communicated to BSE Limited and the National Stock Exchange of India Limited.

For Asian Hotels (North) Limited

Date: May 16, 2025  
Place: New Delhi

Tarun Srivastava  
Company Secretary and Compliance Officer  
M. No.: 53209

OWNERS OF:



**SCRUTINIZERS' REPORT**

To,

**The Chairperson,  
Asian Hotels (North) Limited**  
Bhikaji Cama Place,  
M. G. Marg, New Delhi – 110066

**Sub: Scrutinizers' Report on Postal Ballot by way of electronic voting process conducted in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended in respect of passing of the resolution contained in the Notice dated April 11, 2025.**

Dear Sir,

I, Shashikant Tiwari, Partner, Chandrasekaran Associates, Company Secretaries, was appointed as Scrutinizer by the Board of Directors of M/s. Asian Hotels (North) Limited (hereinafter referred to as "Company") for scrutinizing the Postal Ballot process by way of voting by electronic means in respect of passing of the resolutions contained in the Notice dated April 11, 2025 ("Postal Ballot Notice") in a fair and transparent manner.

**I submit my report as under:**

1. The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and the rules made thereunder including General Circular Nos. 14/2020 dated April 08, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 respectively and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("**Listing regulations**") with the Stock Exchanges including Circular Nos. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 issued by the Securities and Exchange Board of India (the '**SEBI Circulars**'), Secretarial Standard issued by the Institute of Company Secretaries of India on General Meetings ('SS-2') relating to postal ballot by way of electronic voting.
2. My responsibility as scrutinizer is restricted to prepare a scrutinizers' report of the votes cast by the members for the resolutions contained in the Postal Ballot Notice,





based on the data downloaded from website of M/s. KFin Technologies Limited ('KFintech'), authorised agency engaged by the Company to provide the electronic voting facility till the time fixed for closing of the voting process i.e. on or before 5:00 P.M (IST) on Thursday, May 15, 2025.

3. The Members of the Company as on the "cut-off date" i.e. Friday, April 11, 2025, were entitled to vote on the proposed resolution to be passed through Postal Ballot by way of electronic voting means as set-out in the Postal Ballot Notice and their shareholding as on that date has been reckoned for the purpose of arriving at the results of the Postal Ballot.
4. The E-voting period remained open from Wednesday, April 16, 2025 from 9:00 A.M (IST) and ended on Thursday, May 15, 2025 at 5:00 P.M (IST), on the designated website of KFintech i.e. (<https://evoting.kfintech.com>)
5. On Tuesday April 15, 2025, the Company had completed the dispatch of Postal Ballot Notice, to its members whose name(s) appeared in the Register of Members/List of beneficial owners received from KFin Technologies Limited ("Registrar and Transfer Agent") as on the Cut-off date i.e., Friday, April 11, 2025 and whose e-mail IDs were registered with the Company and Depositories and Registrar and Transfer Agent. Pursuant to MCA Circulars, the Company had dispatched the Postal Ballot Notice through e-mails only. The Company has not dispatched the Postal Ballot Notice to those members whose e-mail IDs were not registered with the Company and/or Depositories and Registrar and Transfer Agent.

However, the Company had also given an option to the members to register their e-mail id's with the Company and/ or their depository participants in the Postal Ballot Notice dated April 11, 2025, which was uploaded on the website of the Company (<https://www.asianhotelsnorth.com>), on the website of Kfintech (<https://www.kfintech.com>) and also published newspaper advertisements on Wednesday, April 16, 2025 in Business Standard (English) & Business Standard (Hindi) for registration of e-mail ids' and post successful registration of the email, the shareholders would get soft copy of Postal Ballot Notice and the procedure for electronic voting.

6. In view of relaxation given by Ministry of Corporate Affairs and Securities and Exchange Board of India, physical ballots were not dispatched and accordingly, voting was done through electronic voting only.
7. As per Rule 20 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 47 of Listing Regulations, advertisements



were published by the Company in Business Standard (English) and Business Standard (Hindi), on April 16, 2025 informing about the completion of dispatch of Postal Ballot Notice to the Members, who have registered their e-mail id's with the Company/depositories/ Registrar and Transfer Agent along with other related matters mentioned therein.

8. I had monitored the process of electronic voting through the scrutinizer's secured link provided by KFintech through its designated website.
9. After completion of electronic voting process, votes casted by the Members, were unblocked on Thursday at 6:05 P.M. in the presence of two witnesses, Ms. Tripti Rani R/o. 2358/2, Jawahar Colony, Faridabad-121005 and Ms. Priyanka Kashyap R/o. 132, Sector-46, Gurgaon-122003, who are not in the employment of the Company.
10. The particulars of report downloaded from the website of KFintech have been entered in a separate register maintained for the purpose of Postal Ballot.
11. Votes casted by the members through electronic voting were reconciled with the records maintained by the RTA of the Company and authorizations, if any lodged with the Company.
12. This report is based on votes casted through electronic voting, which was downloaded from the website of KFintech i.e. <https://evoting.kfintech.com>.
13. After ascertaining the votes casted through electronic voting, I hereby submit the result as under:

**Item No. 1:**

**Re-appointment of Mr. Deena Nath Pathak (DIN: 02104727) as an Independent Director of the Company (Special Resolution)**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("Act"), and rules made thereunder read with Schedule IV of the Act and as per regulations 16, 17, 25 and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, Nomination, Remuneration and Evaluation Policy, recommendation of the Nomination & Remuneration Committee and as approved by the Board of Directors of the Company, Mr. Deena Nath Pathak (DIN: 02104727), Independent Director of the Company who has submitted his declaration that he meets the criteria for independence as provided in the Act and Listing Regulations





and who is eligible for re-appointment and in respect of whom the Company has received notice in writing under Section 160 of the said Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold the office for a second term of 1 (one) year w.e.f. March 16, 2025 to March 15, 2026.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered necessary by the Board to be in the best interest of the Company and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director to give effect to the aforesaid resolution."

|       | Particulars  | E-VOTING                  |                    |
|-------|--|---------------------------|--------------------|
|       |  | Number of member(s) voted | Votes held by them |
|       | Number of Members & Shares held by them                                  | 84                        | 1,26,88,251        |
| Less: | Number of Members & Invalid/Rejected Votes                               | 0                         | 0                  |
| Less: | Number of Members abstained from voting                                  | 1                         | 35                 |
| Less: | Number of Members & Votes not exercised/ Partially exercised/ Less voted | 0                         | 0                  |
|       | <b>No. of Valid Votes Cast</b>   | <b>83</b>                 | <b>1,26,88,216</b> |

| Particulars  | E-VOTING                |                    |                                       |
|--------------|-------------------------|--------------------|---------------------------------------|
|              | Number of members voted | Votes cast by them | % of total number of valid votes cast |
| Favor        | 78                      | 1,26,84,869        | 99.97                                 |
| Against      | 5                       | 3,347              | 0.03                                  |
| <b>Total</b> | <b>83</b>               | <b>1,26,88,216</b> | <b>100</b>                            |

## **Item No. 2**

### **Re-appointment of Mr. Arjun Raghavendra Murlidharan (DIN: 09801149), as an Independent Director of the Company (Special Resolution)**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("Act"), and the rules made thereunder read with Schedule IV of the Act and as per regulations 16, 17, 25 and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory



modification or re-enactment thereof for the time being in force), the Articles of Association of the Company, Nomination Remuneration and Evaluation Policy, recommendation of the Nomination & Remuneration Committee and as approved by the Board of Directors of the Company, Mr. Arjun Raghavendra Murlidharan (DIN: 09801149), Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in the Act and Listing Regulations, and who is eligible for re-appointment and in respect of whom the Company has received a notice in writing under Section 160 of the said Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold the office for a second term of 1 (one) year w.e.f. April 04, 2025 to April 03, 2026.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things as it may consider necessary, expedient or desirable, in order to give effect to the foregoing resolution or otherwise as considered necessary by the Board to be in the best interest of the Company and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director to give effect to the aforesaid resolution."

|       | Particulars  | E-VOTING                  |                    |
|-------|--|---------------------------|--------------------|
|       |  | Number of member(s) voted | Votes held by them |
|       | Number of Members & Shares held by them                                  | 84                        | 1,26,88,251        |
| Less: | Number of Members & Invalid/Rejected Votes                               | 0                         | 0                  |
| Less: | Number of Members abstained from voting                                  | 1                         | 35                 |
| Less: | Number of Members & Votes not exercised/ Partially exercised/ Less voted | 0                         | 0                  |
|       | <b>No. of Valid Votes Cast</b>   | <b>83</b>                 | <b>1,26,88,216</b> |

| Particulars  | E-VOTING                |                    |                                       |
|--------------|-------------------------|--------------------|---------------------------------------|
|              | Number of members voted | Votes cast by them | % of total number of valid votes cast |
| Favor        | 78                      | 1,26,84,869        | 99.97                                 |
| Against      | 5                       | 3,347              | 0.03                                  |
| <b>Total</b> | <b>83</b>               | <b>1,26,88,216</b> | <b>100</b>                            |

14. Based on the aforesaid results, the resolutions as mentioned above shall be deemed to have been passed with requisite majority, on May 15, 2025, being the last date of





E-voting for the Members of the Company. Therefore, the Chairperson or any other person authorised by her may accordingly declare the result thereof.

- 15.** Relevant records pertaining to the electronic voting shall remain in the safe custody of the Scrutinizer, until the Chairperson signs the minutes of the Meeting and thereafter the same shall be handed over to the Company Secretary.

Thanking You,

Yours faithfully,

Chandrasekaran Associates

Company Secretaries

FRN: P1988DE002500

Peer Review Certificate No.: 6689/2025



Shashikant Tiwari

Partner

Membership No.: F11919

Certificate of Practice No.: 13050

UDIN: F011919G000359191

Place: Delhi

Date: 16/05/2025

Countersigned by:

For and on behalf of  
Asian Hotels (North) Limited

Preeti  
Gandhi

Digitally signed  
by Preeti Gandhi  
Date: 2025.05.16  
15:09:52 +05'30'

Chairperson or any other person  
Authorised by the Chairperson of the  
Company